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\*\*E-filed 9/14/06\*\*

Attorneys for Plaintiff

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN JOSE DIVISION

MIKE BRIEN, Derivatively on Behalf of  
Nominal Defendants SILICON STORAGE  
TECHNOLOGY, INC.,

Case No. C06-04310 JF

Plaintiff,

v.

BING YEH, ISAO NOJIMA, DAVIDE  
SWEETMAN, YAW WEN HU, AMY YUEN,  
DEREK BEST, MICHAEL BRINER, PAUL  
LUI, TSUYOSHI TAIRA, YASHUSHI  
CHIKAGAMI, RONALD CHWANG, and  
TERRY NICKERSON,

Defendants,

and

SILICON STORAGE TECHNOLOGY, INC.

Nominal Defendants.

**STIPULATION AND [PROPOSED]  
ORDER CONSOLIDATING CASES  
FOR ALL PURPOSES, APPOINTING  
LEAD PLAINTIFFS, LEAD  
COUNSEL AND LIAISON  
COUNSEL, AND SETTING  
SCHEDULE FOR FILING OF  
CONSOLIDATED COMPLAINT**

STIPULATION AND [PROPOSED] ORDER CONSOLIDATING CASES FOR ALL PURPOSES,  
APPOINTING LEAD PLAINTIFFS, LEAD COUNSEL AND LIAISON COUNSEL, AND SETTING  
SCHEDULE FOR FILING OF CONSOLIDATED COMPLAINT



1 BEHRAD BAZARGANI, Derivatively on  
2 Behalf of Nominal Defendant SILICON  
STORAGE TECHNOLOGY, INC.,

Case No. C06-04388 JF (PVT)

3 Plaintiff,

4 v.

5 BING YEH, ISAO NOJIMA, DAVID  
6 SWEETMAN, YAW WEN HU, AMY YUEN,  
DEREK BEST, MICHAEL BRINER, PAUL  
7 LUI, TSUYOSHI TAIRA, YASUSHI  
CHIKAGAMI, RONALD CHWANG, and  
8 TERRY NICKERSON,

9 Defendants,

10 and

11 SILICON STORAGE TECHNOLOGY, INC.

12 Nominal Defendant.



WHEREAS, there are two related shareholder derivative actions on behalf of Nominal Defendant Silicon Storage Technology, Inc. ("SSTI") pending in this district:

Abbreviated Case Name	Case Number	Date Filed
<i>Brien v. Yeh, et al.</i>	C06-04310 JF	July 13, 2006
<i>Bazargani v. Yeh, et al.</i>	C06-04388 RMW	July 18, 2006

WHEREAS, the two related shareholder derivative actions arise out of the same transactions and occurrences, involve the same substantially similar issues of law and fact, and, therefore, should be consolidated for all purposes;

WHEREAS, Nominal Defendant SSTI and the Individual Defendants Bing Yeh, Isao Nojima, Davide Sweetman, Yaw Wen Hu, Amy Yuen, Derek Best, Michael Briner, Paul Lui, Tsuyoshi Taira, Yasushi Chikagami, Ronald Chwang, and Terry Nickerson (collectively the "Individual Defendants" and together with Nominal Defendant SSTI "Defendants") agree to consolidation of the above-captioned actions, to the appointment of Messrs. Brien and Bazargani as Lead Plaintiffs, to the appointment of Schiffrin & Barroway, LLP and Wolf Haldenstein Adler Freeman & Herz, LLP as Co-Lead Counsel, and to the appointment of Bramson, Plutzik, Mahler & Birkhaeuser, LLP as Liaison Counsel;

WHEREAS, counsel for Plaintiffs, Nominal Defendant SSTI, and the Individual Defendants have met and conferred and have agreed to a schedule for filing a Consolidated Complaint and for briefing any motion directed at the Consolidated Complaint; and

WHEREAS, the agreed-upon schedule is not for the purpose of delay, promotes judicial efficiency, and will not cause prejudice to any party.

THEREFORE, IT IS STIPULATED AND AGREED by Plaintiffs, Nominal Defendant SSTI, and the Individual Defendants through their respective counsel of record, as follows:

# **I. SERVICE OF PROCESS AND CONSOLIDATION OF ACTIONS**

1. Defendants' counsel agrees to waive service on behalf of all defendants, with a full reservation of rights including all objections to personal jurisdiction.



2. Defendants shall have no obligation to answer or otherwise respond to the instant complaint or to other related complaints assigned or transferred to this Court by Notice of Related Case, at any time before their response to the Consolidated Complaint is due under this stipulation.

3. The following actions are hereby consolidated for all purposes, including pretrial proceedings, trial and appeal:

Abbreviated Case Name	Case Number	Date Filed
<i>Brien v. Yeh, et al.</i>	C06-04310 JF	July 13, 2006
<i>Bazargani v. Yeh, et al.</i>	C06-04388 RMW	July 18, 2006

4. The caption of these consolidated actions shall be "*In re Silicon Storage Technology, Inc. Derivative Litigation*" and the files of these consolidated actions shall be maintained in one file under Master File No. C06-04310 JF. Any other actions now pending or later filed in this Court which arise out of or are related to the same facts as alleged in the above-identified cases shall be consolidated for all purposes, if and when they are brought to the Court's attention.

5. Every pleading filed in the consolidated actions, or in any separate action included herein, shall be the following caption:

**UNITED STATES DISTRICT COURT**  
**NORTHERN DISTRICT OF CALIFORNIA**  
**SAN JOSE DIVISION**

In re SILICON STORAGE TECHNOLOGY, INC. DERIVATIVE LITIGATION	Master File No. C06-04310 JF
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This Document Relates To:
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6. When a pleading is intended to be applicable to all actions governed by this Order, the words "All Actions" shall appear immediately after the words "This Document Relates To:" in



the caption set out above. When a pleading is intended to be applicable to only some, but not all, of the consolidated actions, this Court's docket number for each individual action to which the pleading is intended to be applicable and the abbreviated case name of said action shall appear immediately after the words "This Document Relates To:" in the caption described above (e.g., "No. \_\_\_\_\_").

7. A Master Docket and a Master File hereby are established for the above consolidated proceedings and for all other related cases filed in or transferred to this Court.

8. When a case which properly belongs as part of *In re Silicon Storage Technology, Inc. Derivative Litigation* is filed in this Court or transferred to this Court from another court, the Clerk of this Court shall:

- (a) Place a copy of this Order in the separate file for such action;
- (b) Mail to the attorneys for the Plaintiff(s) in the newly-filed or transferred case a copy of this Order and direct that this Order be served upon or mailed to any new defendant(s) or their counsel in the newly-filed or transferred case; and
- (c) Make an appropriate entry on the Master Docket. This Court requests the assistance of counsel in calling to the attention of the Clerk of this Court the filing or transfer of any case which properly might be consolidated as of the filing of this Stipulation.

## II. APPOINTMENT OF LEAD PLAINTIFFS, CO-LEAD COUNSEL AND LIAISON COUNSEL

10. Plaintiffs Mike Brien and Behrad Bazargani shall be appointed Lead Plaintiffs.

11. The law firms Schiffrin & Barroway, LLP and Wolf Haldenstein Adler Freeman & Herz, LLP shall be appointed Co-Lead Counsel for Plaintiffs in the consolidated action.

12. Co-Lead Counsel shall have authority to speak for Plaintiffs in matters regarding pretrial and trial procedure and settlement negotiations, and shall make all work assignments in such manner as to facilitate the orderly and efficient prosecution of this litigation and to avoid duplicative or unproductive effort.

13. Co-Lead Counsel shall be responsible for coordination of all activities and appearances on behalf of Plaintiffs and for the dissemination of notices and orders of this Court.



1 No motion, request for discovery or other pretrial proceedings shall be initiated or filed by  
2 Plaintiffs except through Co-Lead Counsel.

3 14. Co-Lead Counsel shall also be available and responsible for communications to and  
4 from this Court. Co-Lead Counsel shall be responsible for the creation and maintenance of a  
5 master service list of all parties and their respective counsel.

6 15. The law firm of Bramson, Plutzik, Mahler & Birkhaeuser, LLP shall be appointed as  
7 Liaison Counsel and is authorized to receive orders, notices, correspondence and telephone calls  
8 from the Court on behalf of all Plaintiffs and shall be responsible for the preparation and  
9 transmission of copies of such orders, notices, correspondence and memoranda of such telephone  
10 calls to Plaintiffs' counsel.

11 16. Defendants' counsel may rely upon all agreements made with Co-Lead Counsel or  
12 Liaison Counsel, or other duly authorized representatives of plaintiffs and such agreements shall be  
13 binding on Plaintiffs.

### 14 III. SCHEDULE

15 17. Plaintiffs shall no later than 45 days from the entry of this Order file and serve a  
16 Consolidated Complaint which will supersede all existing complaints filed in these actions.  
17 Defendants need not respond to any of the pre-existing complaints.

18 18. Defendants shall answer or otherwise respond to the Consolidated Complaint no  
19 later than 45 days from the date of service.

20 19. In the event that Defendants file and serve any motion directed at the Consolidated  
21 Complaint, Plaintiffs shall file and serve their opposition within 30 days after the service of the  
22 motion.

23 20. If Defendants file and serve a reply to Plaintiffs' opposition, they will do so within  
24 15 days after service of the opposition.

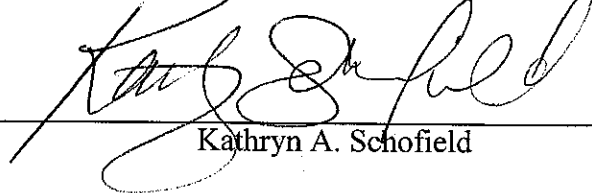
25 IT IS SO STIPULATED.



1 I, Kathryn A. Schofield, am the ECF User whose identification and password are being  
2 used to file the Stipulation regarding related cases in compliance with General Order 45.X.B,  
3 hereby attest that Aaron Olsen has concurred in this filing.

4  
5 Dated: September 13, 2006

6 BRAMSON, PLUTZIK, MAHLER & BIRKHAEUSER, LLP

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8   
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Facsimile: (610) 667-7056  
16 Counsel for Plaintiffs Mike Brien and [Proposed] Co-Lead  
17 Counsel for Plaintiffs

18  
19  
20 WOLF HALDENSTEIN ADLER FREEMAN & HERZ, LLP

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22 [Proposed] Co-Lead Counsel



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*Counsel for Plaintiff Behrad Bazargani*

DATED: September 13, 2006

COOLEY GODWARD LLP

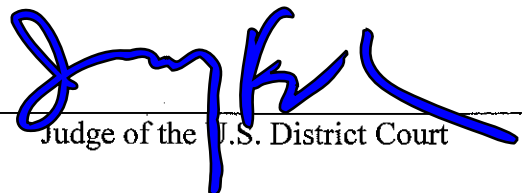
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*Counsel for Defendants*

\* \* \*

**ORDER**

PURSUANT TO STIPULATION AND FOR GOOD CAUSE SHOWN HEREIN, IT IS SO  
ORDERED.

DATED: 9/14/06 \_\_\_\_\_

  
\_\_\_\_\_  
Judge of the U.S. District Court